



# Citrix to Acquire Net6

Mark Templeton  
President & CEO

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# Safe Harbor Provisions



This release contains forward-looking statements which are made pursuant to the safe harbor provisions of Section 21E of the Securities Exchange Act of 1934. The forward-looking statements in this release do not constitute guarantees of future performance. Investors are cautioned that statements in this press release, which are not strictly historical statements, including, without limitation, statements concerning the proposed acquisition; statements concerning the terms and timing of the acquisition; statements concerning the access infrastructure market, customers, products and technology; statements concerning revenue, earnings per share and expenses; and statements concerning management's plans, objectives, strategies and assessment of market factors, constitute forward-looking statements. Such forward-looking statements are subject to a number of risks and uncertainties that could cause actual results to differ materially from those anticipated by the forward-looking statements. The risks and uncertainties include, without limitation, the possibility that the proposed acquisition will not close; that the closing may be delayed or that the companies may be required to modify aspects of the acquisition to close the acquisition; the satisfaction of other closing conditions to the acquisition; the reaction of customers of Citrix and Net6 to the acquisition; Citrix's ability to successfully integrate Net6's products, operations (including migration of Net6 to Citrix's systems and controls) and employees; the introduction of new products by competitors or the entry of new competitors into the markets for Citrix's and Net6's products; the failure by Citrix to retain key employees of Net6; failure to further develop and successfully market Net6's technology and products; failure to achieve anticipated revenues; costs related to the acquisition; and economic and political conditions in the U.S. and abroad. More information about potential factors that could affect Citrix's business and financial results is included in Citrix's Annual Report on Form 10-K for the fiscal year ended December 31, 2003 and Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2004, including (without limitation) under the captions "Certain Factors Which May Affect Future Results" and "Management's Discussion and Analysis of Financial Condition and Results of Operations," which are on file with the Securities and Exchange Commission and available at the Security and Exchange Commission's website at [www.sec.gov](http://www.sec.gov). Citrix assumes no obligation to update any forward-looking information contained in this press release or with respect to the announcements described herein.

# Use of Non-GAAP Financial Measures



This presentation contains non-GAAP financial measures as defined by SEC Regulation G. These non-GAAP financial measures should not be construed as superior to GAAP financial measures. The GAAP financial measure most directly comparable to each non-GAAP financial measure used or discussed in this presentation and a reconciliation of the differences between each non-GAAP financial measure and the comparable GAAP financial measure can be found on the Investor Relations page of the Citrix corporate website at [www.citrix.com/investors](http://www.citrix.com/investors).

<http://www.citrix.com/site/aboutCitrix/forInvestors/glossary.asp>



# Acquisition Overview

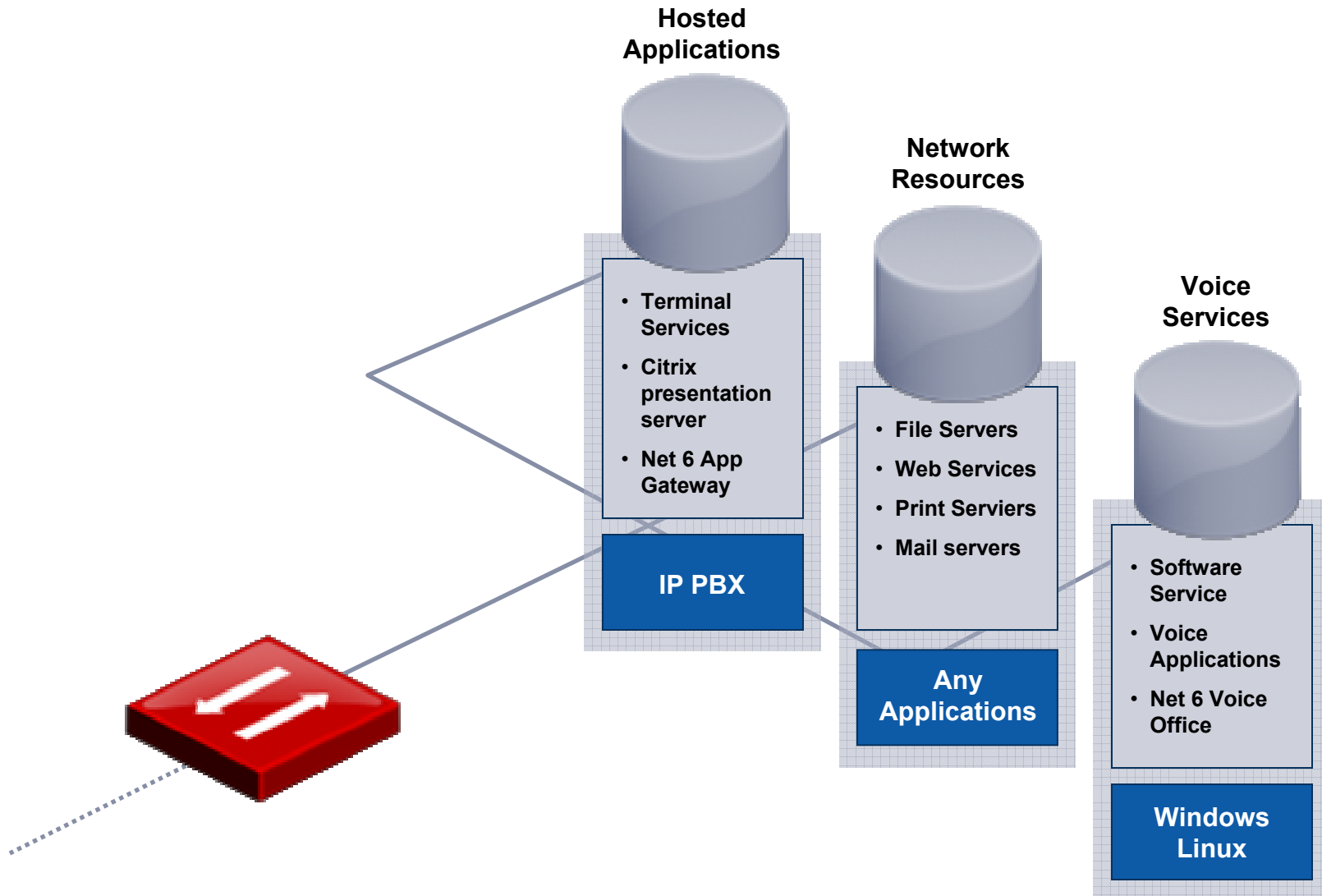
Mark Templeton  
President & Chief Executive Officer



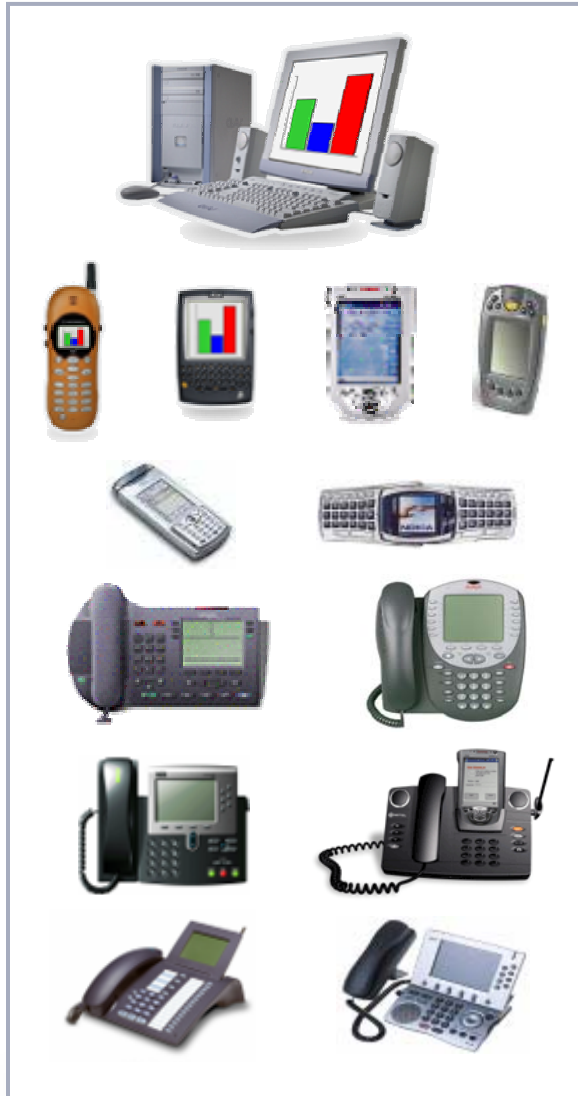
- Offer an SSL-based access gateway
  - Secure, always-on, single point of access
  - Simple, cost-effective
  - Complimentary to thousands of Metaframe Customers
- Allows Citrix to enter new, adjacent markets
  - Access IP voice and data applications from IP screen phones, IP-based soft phones and various PDAs
- Enhances Net6's growth in the Access Infrastructure Market
  - Customer exposure, new geographies, new channels – leveraging the Citrix Brand
- Brings new competencies
  - IP telephony, Application UI transformation and the packaging of “software-as-an-appliance”

- Founded as WebUnwired: September 2000
  - Location: San Jose, California
- Partnerships with Avaya, Cisco, Nortel, Siemens, NEC, Mitel
- 250+ customers
- Reseller relationships with SBC, Verizon, Bellsouth, Sprint, BellCanada, NextiraOne, BT, Datapulse, and many others
- Net6 Gateways securely connect users to their applications, voice resources, and collaboration tools from any location, network or device

# SSL Access Gateway



# One Platform— Two Access Products



SSL Access Gateway



“SSL VPN”  
“Design Studio”



Application Gateway



“Voice Office”  
“Design Studio”

## Enterprise Applications



## Internet



## Telephony



# Net6 Application Gateway Solution



**Internet**

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WhitePages.com BRITISH AIRWAYS  
msn Hotmail® AMERICA FIRST CREDIT UNION  
Chicago Tribune

**Enterprise Applications**

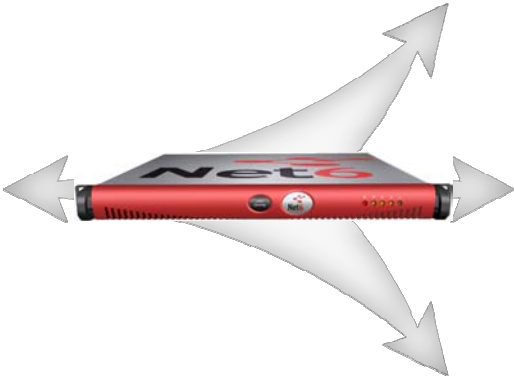
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SAP MCKESSON  
ORACLE KRONOS  
Microsoft Exchange Bb Blackboard  
certegy

**Telephony**

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AVAYA NORTTEL  
CISCO SYSTEMS SIEMENS  
NEC MITEL



# Voice Office— Productivity Solutions for IP Phones



# Design Studio Customizes Your Apps



The screenshot displays the Net6 Application Gateway Design Studio interface. The main window shows a preview of a Nortel Networks website. The website features the Nortel Networks logo and tagline "BUSINESS WITHOUT BOUNDARIES". It includes a search bar, a "Choose Your Location" dropdown menu, and a "Go" button. Below the search bar are links for "Advanced Search" and "Contact Us". The main content area is divided into several sections: "Research and Buy" with sub-sections for "Products, Services and Solutions" (Alphabetically, By Category, By Product Family, Technical Documentation, Product Announcements, Promotions), "Customer Solutions" (Service Provider, Enterprise, Small/Medium Business), "How to Buy" (Find a Reseller/Channel Partner, Ordering Tools), and "Training & Certification" (Find Training, Get Certified). A prominent banner for "Optical Ethernet Revolutionizes Education" is visible, dated June 17, 2004, with a "Register Now" link. Other sections include "Corporate Information" (About, Media Center, Success Stories, Investor Relations, Global Locations, Careers) and "Japan's New Kyotango City Deploys e-Government Solution from Nortel Networks". A "Read The Latest News" section is also present. The bottom of the preview shows HTML code for a table structure.

Project Tree: sbsdemo.tcf, Calgaryplus, metrohealth, metro health2, Site Directions, Coast Guard, Stats, SBC, USPS, Nortel Home, Home, Identifier Rules (0), Transformation Rules

Project Tree: ScreenTop

Identifier Rules:

Rule Type	Rule Name
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HTML Desktop

root connected to 209.128.76.116:9001

# Talented Management, Similar Culture & Shared Values



- A growing company founded on a vision to provide the world with a better way to access information
- A culture that places a premium on strategic vision, technical innovation, working hard and playing hard
- A passionate and determined team of professionals still standing strong after the dot com turbulence (similar to Citrix Online)
- A strong management team that complements ours

**Murli Thirumale**  
President, CEO and  
Co-founder of Net6

- Previously served as:
  - EVP and GM of Symmetricom, Inc.
  - GM at Hewlett Packard where he spent 15 years
- Education:
  - M.B.A. Kellogg Graduate School of Management as an F.C. Austin Distinguished Scholar.
  - B.S. in electrical engineering from the Institute of Technology-BHU, Varanasi, India



# Terms of Transaction

David Henshall  
Vice President, Finance & CFO



- Definitive agreement to acquire Net6
  - All cash transaction of approximately \$50 million
  - Deal has been approved by board of directors of each company
  - Subject to customary closing conditions
- Transaction expected to close before end of year

Upon closing, the transaction will result in approximately:

- A \$1 - \$3 million charge for in-process research and development, which equates to approximately \$0.01 per share.
- The remaining purchase consideration will be allocated amongst acquired tangible & intangible assets and goodwill.
- In 1H 2005, the transaction is expected to be:
  - \$0.03 - \$0.04 dilutive on a GAAP basis
  - \$0.02 - \$0.03 dilutive, adjusted to exclude the amortization of intangible assets
- In 2H 2005, expected to be neutral to accretive to earnings



INFRASTRUCTURE FOR  
THE ON-DEMAND ENTERPRISE

# Summary & Questions

